



March 9, 2006

### **Press Release**

50.37% of ASF's capital acquired by VINCI.

ASF's Board of Directors recommends to that shareholders should tender their shares in response to the guaranteed offer

VINCI announced today the acquisition of the French government's (41.5%) and Autoroutes de France's (8.8%) stakes in ASF at a price of €51 per share. VINCI's equity stake in ASF is now 73.48%

In accordance with stock exchange regulations, VINCI will submit in the coming days an offer with the market regulator, the AMF, and with ASF to buy the remaining shareholders' shares at a guaranteed price in the coming days that will enable existing ASF shareholders to sell their shares at €51, the price at which the French government and Autoroutes de France sold their shares to VINCI today.

ASF's Board of Directors, meeting on March 9, unanimously decided to recommend that shareholders should tender their shares in response to this guaranteed offer.

Following the change of control, ASF's Board of Directors is now made up of 11 board members of whom two are from outside VINCI. Bernard Val and Jacques Tavernier have been confirmed in their respective jobs of Chairman and CEO of ASF. Jacques Tavernier will be appointed Chairman and CEO of ASF following ASF's Annual General Meeting in May.

ASF's stock-market quotation has been suspended until the announcement of the opening of the guaranteed offer.

A further press release will be prepared and distributed to comply with the provisions of article 231-17 of the AMF's general regulations once the guaranteed offer has been submitted.